

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

LYONS PARTNERSHIP, L.P., a Texas
limited partnership; HIT
ENTERTAINMENT LIMITED, a United
Kingdom limited corporation; GULLANE
(THOMAS) LIMITED, a United
Kingdom limited corporation; GULLANE
(DELAWARE) LLC, a Delaware limited
liability company; THOMAS
LICENSING, LLC, a New York limited
liability company;
SANRIO CO., LTD., a Japanese company
and SANRIO, INC., a California
corporation,

Plaintiffs,

vs.

STACIE WELLE, individually and d/b/a PARTY SAVER;
and THADDEUS CHASE, an individual,

Defendants.

FILED: MAY 19, 2008
NO. 08CV2909 TG
JUDGE GRADY
MAGISTRATE JUDGE COX

COMPLAINT

Plaintiffs Lyons Partnership, L.P. ("Lyons"), HIT Entertainment Limited, formerly HIT Entertainment PLC ("HIT"), Gullane (Thomas) Limited, Gullane (Delaware) LLC and Thomas Licensing, LLC (together, "Gullane"), Sanrio Co., Ltd. and Sanrio, Inc. (together, "Sanrio") ("Plaintiffs") by their undersigned attorneys for their Complaint herein, allege as follows:

NATURE OF THE ACTION

1. Plaintiffs, owners or exclusive U.S. licensees of the intellectual property rights in and to some of the most beloved children's characters, including, HELLO KITTY, BOB THE

BUILDER, THOMAS THE TANK ENGINE, and the children's dinosaur characters BARNEY and BABY BOP (collectively, "Protected Characters"), bring this action to prevent Defendants from continuing to use, rent and sell costumes and other merchandise bearing the likenesses of the Protected Characters in violation of Plaintiffs' rights. Plaintiffs, therefore, seek damages, attorney's fees and injunctive relief against Defendants.

2. This is an action for trademark infringement in violation of sections 32 and 43 of the Lanham Act, 15 U.S.C. §§1114 and 1125; for false designation of origin and false descriptions and representations in commerce under section 43 of the Lanham Act, 15 U.S.C. §1125; for dilution of trademark under section 43 of the Lanham Act, 15 U.S.C. §1125; for copyright infringement in violation of 17 U.S.C. §501; and for deceptive trade practices under the Illinois Consumer Fraud and Deceptive Business Practices Act, 815 ILCS 505/2 and the Uniform Deceptive Trade Practices Act, as adopted by Illinois, 815 ILCS 510/2.

JURISDICTION AND VENUE

3. This Court has original jurisdiction over the subject matter of this action pursuant to 15 U.S.C. §1121, 28 U.S.C. §§1331 and 1338(a) and (b). Venue is proper in this judicial district pursuant to 28 U.S.C. §§1391(b) and (c) and 28 U.S.C. §1400(a). This Court has personal jurisdiction over the defendants. The Court has supplemental jurisdiction over the state law claim pursuant to 28 U.S.C. §1367.

4. Plaintiff Lyons is a limited partnership duly organized and existing under the laws of Texas. Its principal place of business is in Allen, Texas. Lyons is the owner of all intellectual property rights in the Protected Characters BARNEY and BABY BOP and is the producer of the television series BARNEY & FRIENDS, and of live stage shows featuring these characters. Lyons uses and licenses its characters and the related trademarks on books, audio cassettes, compact disks, video cassettes, DVD's, a wide variety of toys, apparel, and housewares. The first

videotape featuring BARNEY was produced in 1988 and since then Lyons has produced over 59 original BARNEY videotapes for home viewing. The television series BARNEY & FRIENDS began airing in 1992 and has run continuously since that time. The BABY BOP dinosaur character has appeared in videotapes and the BARNEY & FRIENDS television series since 1992. Due to the tremendous success of the television series, the videotapes and other products, the BARNEY and BABY BOP trademarks have become famous trademarks. Attached as **Exhibit 1** are depictions of the BARNEY and BABY BOP characters.

5. Plaintiff Gullane (Thomas) Limited is a limited corporation organized and existing under the laws of the United Kingdom with its principal place of business in London, United Kingdom, and offices in New York City, New York.

6. Plaintiff Gullane (Delaware) LLC is a limited liability company organized and existing under Delaware law with its principal place of business in New York City, New York.

7. Plaintiff Thomas Licensing, LLC is a New York limited liability company, with its principal place of business in New York City, New York.

8. Gullane (Thomas) Limited is the owner of, and Gullane (Delaware) LLC and Thomas Licensing, LLC are the exclusive U.S. licensees of, all trademarks and copyrights, and other intellectual property rights, in and to the popular children's television series "THOMAS & FRIENDS," and the videotapes, DVDs and other products featuring the classic locomotive character THOMAS THE TANK ENGINE. The character began in a series of stories first published in 1945 and thereafter became a publishing phenomenon. New THOMAS THE TANK ENGINE books were published through 1972. Additional books were published beginning in 1983 and have continued to be published since then. The character first appeared in a television series in England in 1984. The television show began airing in the United States in

1989. In 2000, there was a theatrical movie starring THOMAS THE TANK ENGINE entitled “Thomas and the Magic Railroad.” The television show has aired in over 145 countries worldwide. Attached as **Exhibit 2** is a depiction of the THOMAS THE TANK ENGINE character.

9. Plaintiff HIT Entertainment Limited (formerly HIT Entertainment PLC) is a United Kingdom company with its principal office and place of business in London, England. HIT is the owner of all intellectual property rights in the Protected Character BOB THE BUILDER. HIT, together with its U.S. and U.K. affiliate companies, is a fully integrated studio that produces and distributes worldwide television programming and home entertainment, publishing, and other licensed merchandising depicting many children’s entertainment properties, including BOB THE BUILDER. The character BOB THE BUILDER first appeared as a character in a BBC television series in 1988. The show began airing in the United States in 2001. BOB THE BUILDER is shown in more than thirty countries worldwide. Attached as **Exhibit 3** is a depiction of the BOB THE BUILDER character.

10. Plaintiff Sanrio Co., Ltd. is a corporation organized and existing under the laws of the nation of Japan, with its principal place of business located at 1-6-1 Osaki, Shinagawa ku, Tokyo 141-8603, Japan. Since 1960, Sanrio, Co., Ltd. has been engaged in the business of manufacturing, distributing and selling products for use by children and young adults. Sanrio Co., Ltd. is the creator and owner of the famous HELLO KITTY character. (The HELLO KITTY character is depicted in **Exhibit 4**.)

11. Plaintiff Sanrio, Inc. is a corporation organized and existing under the laws of the State of California with its principal place of business located at 570 Eccles Avenue, South San Francisco, California 94080. Sanrio, Inc. is a wholly owned subsidiary of Sanrio Co., Ltd. Since

1976, Sanrio, Inc. has been the exclusive United States distributor of the products of Sanrio Co., Ltd. and is currently the exclusive United States master licensee of all trademarks, copyrights, and other intellectual property rights in and to the HELLO KITTY character.

12. Sanrio Co., Ltd. and Sanrio, Inc. (collectively, “Sanrio”) have commercially exploited and licensed the HELLO KITTY character through a variety of products that are created for the enjoyment of children.

13. Upon information and belief, Defendant Stacie Welle continues to operate the involuntarily dissolved Illinois corporation Party Saver, Inc. under the assumed name PartySaver.com at 25503 West Schultz, Plainfield, IL 60585 and a mailing address at P.O. Box 6654, Aurora, IL 60598. Upon information and belief, since 2001 Party Saver, Inc. has used the following additional doing business as names: PartySaver.com, Party Saver, Party Saver Rentals, and Big Picture Productions.

14. In November 2004, six months after Party Saver, Inc. was involuntarily dissolved, Big Picture Productions, Inc. was incorporated in Illinois. Defendant Thaddeus Chase is listed as the president and contact with the State of Illinois. Illinois Secretary of State records indicate that Big Pictures Productions, Inc. operates under the assumed name Party Saver Rentals. Big Picture Productions, Inc. was involuntarily dissolved in 2007. (Thaddeus Chase and Stacie Welle are collectively referred to herein as “Defendants”).

15. The Partysaver.com website identifies as its contact “Big Picture Productions D/B/A Party Saver Rentals D/B/A FunTime Warehouse.”

16. The domain name www.partysaver.com is registered to Thaddeus Chase.

17. Upon information and belief, Defendants Stacie Welle and Thaddeus Chase are residents of Illinois.

18. Defendants are engaged in the business of purchasing, distributing, selling, renting and/or using adult full-length costumes and other unauthorized merchandise for entertainment purposes, either in their own names or under the assumed entity names PartySaver.com, Party Saver, Party Saver Rentals or Big Picture Productions.

ALLEGATIONS COMMON TO ALL COUNTS

A. Rights in the Protected Characters.

19. As a result of the immense popularity and exposure of the Protected Characters and their related videotapes and DVDs, stationery, books, apparel, toys and other merchandise, the Protected Characters are instantly recognized throughout the country by children and their parents.

20. Plaintiffs and their predecessors and affiliates have secured copyright registrations for the Protected Characters and related videotapes and DVDs, books, and toys. True and correct lists of relevant copyright registrations are attached hereto as follows:

- a. **Exhibit 5** is a list of Lyons' registrations.
- b. **Exhibit 6** is a list of Gullane' (Thomas') registrations.
- c. **Exhibit 7** is a list of HIT's registrations.
- d. **Exhibit 8** is a list of Sanrio's registrations.

21. Plaintiffs and their predecessors and affiliates have also obtained registration of many federal trademarks and service marks related to the Protected Characters. These registrations were duly and lawfully issued by the United States Patent and Trademark Office

and remain in full force and effect. True and correct lists of relevant federal trademark registrations are attached hereto as follows:

- a. **Exhibit 9** is a list of Lyons' registrations.
- b. **Exhibit 10** is a list of Gullane' (Thomas') registrations.
- c. **Exhibit 11** is a list of HIT's registrations.
- d. **Exhibit 12** is a list of Sanrio's registrations.

22. The appearances of the Protected Characters are inherently distinctive and serve to identify Plaintiffs as the source of goods and services bearing the character's respective image.

23. The Protected Characters have also acquired distinctiveness through widespread promotion and use. The characters enjoy tremendous success, widespread visibility and goodwill throughout the United States and abroad.

B. Defendants' Unauthorized Use Of Plaintiffs' Protected Characters And Trademarks

24. Defendants are engaged in infringing activities that include distributing, selling, renting and/or using adult character costumes and other unauthorized merchandise that bears the likenesses and images of the Protected Characters for commercial entertainment purposes.

25. Defendants' website has advertised the following non-licensed items for rent and/or purchase:

- a. Infringing costumes of BARNEY, identified as "Purple Dinosaur."
- b. Infringing costumes of BABY BOP, identified as "Baby Dinosaur."
- c. Infringing costumes of HELLO KITTY, identified as "White Kitty."
- d. Infringing costumes of BOB THE BUILDER, identified as "Builder Man."

- e. Inflatable bounce units featuring infringing representations of HELLO KITTY, BARNEY, THOMAS THE TANK ENGINE and BOB THE BUILDER.

Examples of some of Defendants website pages depicting some of the infringing goods are attached as **Exhibit 13**.

26. Pages from Defendant's website promoting the infringing costume rentals contain the following statements as page headers:

- a. "White Kitty hello Costumed character party look alike impersonator for Hello Kitty White Kitty cat";
- b. Builder bob Costumed character party look alike impersonator for bob the builder"; and
- c. "DINOSAUR Costumed character party look alike impersonator for purple dinosaur or a green dinosaur."

Copies of those webpages are included in **Exhibit 13**.

27. Defendants' website contains numerous metatags or keywords in the html code making unauthorized use of Plaintiffs' trademarks. The metatags include the following among others: "hello kitty inflatables," "hello kitty moonwalks," "hello kitty bounce house." "Thomas the train bounce house," "hello kitty bouncer," "barney birthday party," "Thomas the train bouncer rental," and "Thomas the train moonwalk." See **Exhibit 14**.

28. Defendant's website contains pages promoting "theme parties" for BARNEY, BOB THE BUILDER and HELLO KITTY, involving the unauthorized use of adult sized costumes of these characters. See **Exhibit 15**. Defendants offer a service to customers whereby a Party Saver employee attends a party wearing an infringing costume of one of the Protected Characters and poses for pictures with children.

29. Plaintiffs retained an investigator to obtain evidence of the apparent infringements. On September 5, 2007, Plaintiffs' investigator met with Defendant Stacie Welle to view the infringing costumes. Ms. Welle stated, "[Defendants'] dinosaur costume is the only one in the area that closely resembles BARNEY" and "[Defendant] had to special order the dinosaur costume and have it custom-dyed." Video captures of Defendants' BARNEY costume are attached as **Exhibit 16**.

30. On September 5, 2007, Plaintiffs' investigator also confirmed that Defendants also were offering for rent a costume that closely resembles HELLO KITTY. Video captures of Defendants' HELLO KITTY costume are attached as **Exhibit 17**.

31. Defendants' costumes are intentionally designed and advertised as Plaintiffs' registered characters.

32. Defendants have intentionally and knowingly copied Plaintiffs' distinctive trademarks, trade dress, and copyrights by the distribution, sale, rental and/or use of adult knock-off costumes and other merchandise similar or identical in appearance to the Protected Characters.

COUNT I

Federal Trademark Infringement

33. Plaintiffs incorporate by reference each allegation contained in paragraphs 1 through 32 of this Complaint.

34. Defendants' unauthorized use in commerce of Plaintiffs' Protected Characters constitutes an infringement of Plaintiffs' exclusive right in and to the Protected Characters in violation of the federal trademark laws of the United States, and specifically in violation of 15

U.S.C. §1114. Defendants' use of the Protected Characters is without permission or authority of Plaintiffs.

35. Defendants' conduct is likely to cause confusion, cause mistake, or to deceive as to the source and origin of the costumes and other merchandise distributed, sold, rented and used by Defendants, and the sponsorship of the live theatrical performances or appearances of the putative costumed characters. Such confusion, mistake or deception has occurred in the course of Defendants' commercial and advertising activities.

36. Plaintiffs have no control over the nature and quality of the goods and services sold or advertised by the Defendants. Any failure, neglect, or deficiencies by the Defendant in providing such goods or services will reflect adversely on Plaintiffs as the believed source or origin thereof, thereby hampering efforts by Plaintiffs to continue to protect their outstanding reputation for high quality goods and services, resulting in the loss of sales and other damages to Plaintiffs.

37. Defendants' activities have had and will continue to have an adverse effect on Plaintiffs' existing and projected future business and services identified by its registered trademarks and the goodwill of Plaintiffs' businesses connected with the use of, and symbolized by, Plaintiffs' registered trademarks.

38. Plaintiffs have been and continue to be damaged by Defendants' activities and conduct. Defendants have profited thereby and, accordingly, Plaintiffs are entitled to recover their damages, as well as Defendants' profits received as a result of the infringement, pursuant to 15 U.S.C. §1117.

39. Defendants have intentionally and knowingly used Plaintiffs' trademarks and, accordingly, Plaintiffs are entitled to a judgment of three times their actual damages together with reasonable attorneys' fees, pursuant to 15 U.S.C. §1117.

40. Plaintiffs have been and continue to be damaged by Defendants' activities and conduct. Defendants have profited thereby and unless enjoined, Plaintiffs' goodwill and reputations will suffer irreparable injury that cannot be adequately calculated or compensated solely by money damages. Accordingly, Plaintiffs seek injunctive relief pursuant to 15 U.S.C. §1116.

COUNT II

Federal Unfair Competition – Lanham Act

41. Plaintiffs incorporate by reference each allegation contained in paragraphs 1 through 40 of this Complaint.

42. Defendants' conduct as alleged herein constitutes a false designation of origin or a false or misleading representation of fact which is likely to cause confusion, or to cause mistake, or to deceive as to the affiliation, connection or association of Defendants with Plaintiffs, or the origin, sponsorship or approval in violation of 15 U.S.C. §1125(a).

43. The acts of Defendants constitute false designations of origin, false descriptions and representations, and infringement of Plaintiffs' common-law trademarks and trade dress in and to the Protected Characters, and occurred in the course of Defendants' commercial and advertising activities. Specifically, Defendants have used, in connection with the distribution, sale, rental and use of knock off costumes and other unauthorized merchandise, a combination of elements which is likely to cause mistake or to deceive as to the affiliation, connection or association of Defendants with Plaintiffs as to the origin, sponsorship, or approval of its goods,

services or commercial activities, in violation of 15 U.S.C. §1125(a)(1)(A).

44. Plaintiffs have been and continue to be damaged by Defendants' activities and conduct. Defendants have profited thereby and, accordingly, Plaintiffs are entitled to recover their damages, as well as Defendants' profits received as a result of the infringement, pursuant to 15 U.S.C. §1117.

45. Defendants have intentionally and knowingly used Plaintiffs' trademarks and trade dress, and, accordingly, Plaintiffs are entitled to a judgment of three times their actual damages together with reasonable attorneys' fees, pursuant to 15 U.S.C. §1117.

46. Plaintiffs have been and continue to be damaged by Defendants' activities and conduct. Defendants have profited thereby and unless enjoined, Plaintiffs' goodwill and reputations will suffer irreparable injury that cannot be adequately calculated or compensated solely by money damages. Accordingly, Plaintiffs seek injunctive relief pursuant to 15 U.S.C. §1116.

COUNT III

Federal Dilution of Trademark

47. Plaintiffs incorporate by reference each allegation contained in paragraphs 1 through 46 of this Complaint.

48. Defendants have violated and continue to violate Plaintiffs' rights under 15 U.S.C. §1125(c) by Defendants' unauthorized use of Plaintiffs' Protected Characters in such a way as to cause dilution of the distinctive quality of Plaintiffs' famous marks.

49. As a result of Plaintiffs' longstanding and successful promotion, the BARNEY characters, the THOMAS THE TANK ENGINE character, the BOB THE BUILDER character and the HELLO KITTY character have become recognized as distinctive and famous marks.

50. Defendants' use in commerce of the Protected Characters' trade dress and/or marks began after Plaintiffs' marks became famous. Blurring Plaintiffs' famous marks has caused dilution of the distinctive quality of the marks, lessening the capacity of the famous marks to identify and distinguish the goods and services of Plaintiffs. Such conduct has caused injury to Plaintiffs pursuant to 15 U.S.C. §1125(c).

51. Defendants willfully intended to trade on Plaintiffs' reputation and/or to cause dilution of the famous marks. Accordingly, Plaintiffs are entitled to recover their damages, as well as Defendants' profits received as a result of the dilution, pursuant to 15 U.S.C. § 1117(a).

52. Defendants have intentionally and knowingly used Plaintiffs' trademarks and, accordingly, Plaintiffs are entitled to a judgment of three times their actual damages together with reasonable attorneys' fees, pursuant to 15 U.S.C. §1117.

53. Unless Defendants' conduct is enjoined, Plaintiffs and their goodwill and reputation will suffer irreparable injury that cannot be adequately calculated or compensated solely by money damages. Accordingly, Plaintiffs seek injunctive relief pursuant to 15 U.S.C. §1116 and 15 U.S.C. § 1125(c)(1).

COUNT IV

Infringement of Copyright

54. Plaintiffs incorporate by reference each allegation contained in paragraphs 1 through 53 of this Complaint.

55. Plaintiffs' claim arises under the United States Copyright Act, 17 U.S.C. §101, et seq. (the "Copyright Act").

56. Plaintiff Lyons has been and still is the sole proprietor of all right, title and interest in and to the copyrights held relating to the characters BARNEY and BABY BOP.

57. Plaintiff Sanrio has been and still is the sole proprietor of all right, title and interest in and to the copyrights held relating to the character HELLO KITTY.

58. Plaintiff HIT Entertainment has been and still is a co-owner of all right, title and interest in and to the copyrights held relating to the character BOB THE BUILDER.

59. Plaintiff Gullane has been and still is the sole proprietor of all right, title and interest in and to the copyrights held relating to the character THOMAS THE TANK ENGINE.

60. Plaintiffs have complied in all respects with the Copyright Act and all other laws governing copyrights, and have secured the exclusive rights and privileges in and to the copyrights in the aforesaid works.

61. Defendants have infringed the copyrights in the Protected Characters by copying, distributing, selling, renting, displaying and using costumes depicting images substantially similar to the copyrighted elements of the works in violation of the Copyright Act and/or by preparing derivative works based on the copyrighted works. Such infringing conduct occurred in the course of Defendants' commercial and advertising activities.

62. Based on Defendants' activities, Plaintiff reasonably believes that Defendants intend to continue the distribution, sale, rental, display and use of the Protected Character costumes.

63. Plaintiffs have been and continue to be damaged by Defendants' activities and conduct. Defendants have profited thereby and unless their conduct is enjoined, Plaintiffs' copyrights, goodwill and reputation will suffer irreparable injury that cannot be adequately calculated or compensated solely by money damages. Accordingly, Lyons seeks injunctive relief

pursuant to 17 U.S.C. §502.

64. Plaintiffs have been and continue to be damaged by defendants' activities and conduct. Accordingly, Plaintiffs are entitled to recover their actual damages, as well as Defendants' profits received as a result of the infringement, pursuant to 17 U.S.C. §504(a) and (b).

65. Defendants' infringement was committed willfully. Accordingly Plaintiffs alternatively seek statutory damages in an amount not less than \$150,000 per work, pursuant to 17 U.S.C. §504(c), together with their full costs, including reasonable attorneys' fees, pursuant to 17 U.S.C. §505.

COUNT V

State Law Deceptive Trade Practices

66. Plaintiffs incorporate by reference each allegation contained in paragraphs 1 through 65 of this Complaint .

67. By committing the acts alleged above, Defendants have engaged in unfair or deceptive acts or practices, namely passing off goods as those of plaintiff; causing a likelihood of confusion or of misunderstanding as to the source, sponsorship, or approval of goods sold by Defendants; causing a likelihood of confusion or of misunderstanding as to affiliation, connection or association with Plaintiffs; and otherwise engaging in conduct creating a likelihood of confusion or of misunderstanding. These acts are in violation of the Illinois Consumer Fraud and Deceptive Business Practices Act, 815 ILCS 505/2 and the Uniform Deceptive Trade Practices Act, as adopted by Illinois, 815 ILCS 510/2.

68. As a direct and proximate result of Defendants' actions and conduct, Plaintiffs have been injured and will continue to suffer irreparable injury to their business and reputation unless Defendants are restrained by this Court from using plaintiffs' marks and otherwise falsely designating, representing and describing their goods and services as those of plaintiffs.

69. Unless enjoined by this Court, Defendants will continue to do the acts complained of herein all to the immediate harm of Plaintiffs. Plaintiffs have no adequate remedy at law.

70. Plaintiffs have been, and continue to be, damaged by Defendants' activities and conduct. Accordingly, Plaintiffs are entitled to recover their damages, as well as Defendants' profits received as a result of those activities and conduct.

71. Defendants' past and continued activities and conduct have been willful and deliberate, knowingly and intentionally designed to trade upon the significant goodwill of Plaintiffs' trademarks and to cause confusion or mistake and to deceive the public as to the source or origin of the Defendants' goods.

72. Plaintiffs have been and continue to be damaged by Defendants' activities and conduct. Defendants have profited thereby and unless enjoined, Plaintiffs' goodwill and reputations will suffer irreparable injury that cannot be adequately calculated or compensated solely by money damages. Accordingly, Plaintiffs seek injunctive relief pursuant to 815 ILCS 505/2 and 815 ILCS 510/2.

WHEREFORE, Plaintiffs' pray for the following relief:

1. That Defendants and their respective agents, servants, employees, contractors and all persons, firms, corporations or entities acting under their direction, authority or control, and all persons acting in concert with any of them, be enjoined permanently from purchasing,

distributing, selling, renting, displaying, advertising using, or creating Defendants' "Purple Dinosaur," "Baby Dinosaur," "Builder Man," and "Kitty Cat" costumes or any confusingly or substantially similar versions thereof, and from infringing or contributing to or participating in the infringement by others of Plaintiffs' copyrights, trademarks, service marks and trade dress;

2. That Defendants, and their respective agents, servants, employees, contractors and all persons, firms, corporations or entities acting under their direction, authority or control, and all persons acting in concert with any of them, be enjoined permanently from purchasing, distributing, selling, renting, displaying, advertising, using or creating imitations of Plaintiffs' Protected Characters on inflatable bounce units or other merchandise in any manner for the purpose of acquiring, benefiting from, or trading on Plaintiffs' commercial reputation, success, and goodwill;

3. That Defendants be ordered to deliver to Plaintiffs for destruction all costumes of the Protected Characters and all other infringing merchandise.

4. That Defendants be required to account for Plaintiffs' losses and Defendants' profits as derived from the purchase, distribution, sale and use of Defendants' putative Protected Character costumes or other infringing merchandise and be ordered to pay statutory damages for harm sustained by Plaintiffs for willful copyright infringement in an amount not less than \$150,000 per work;

5. That Plaintiffs be awarded damages in an amount to be determined at trial in connection with Defendants' acts of trademark infringement, false designation, unfair competition, and dilution of Plaintiffs' trademarks and trade dress;

6. That Defendants be ordered to pay Plaintiffs' costs incurred herein, including reasonable attorneys' fees;

7. That trebling of damages be ascertained for all damages assessed herein above;
8. That exemplary and punitive damages be awarded; and
9. That such other and further relief be awarded to Plaintiffs which this Court deems just, proper, and equitable.

Dated: May 19, 2008

By: /s/William T. McGrath
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EXHIBIT 1



A promotional poster for the Barney LIVE! The Let's Go Tour. The central figure is Barney the Dinosaur, a large purple dinosaur with a green belly, smiling broadly. He is surrounded by a group of diverse children of various ages, some of whom are holding hands in a circle around him. To the left of Barney, a small red biplane is flying. To the right, a brown teddy bear is sitting on the ground. The background is a light blue sky with a yellow sun or moon. The title 'Barney LIVE! The Let's Go Tour' is at the top in a playful, colorful font. Below the title, the text 'All-New Show!' is written in a blue, stylized font. At the bottom, the text 'A 90-minute trip to a magical toy workshop!' is written in a simple black font. The dates 'May 6 & 7' and 'Four Tee-rific Performances!' are prominently displayed. The Nokia Theatre at Grand Prairie logo is on the right. Ticket information is provided at the bottom, including the Ticketmaster logo and the website aeglive.com. The bottom left corner features the HIT logo and copyright information for Lyons Partnership, LP.

Barney LIVE!
THE Let's Go Tour

All-New Show!

A 90-minute trip to a magical toy workshop!

May 6 & 7
Four Tee-rific Performances!

NOKIA
Theatre
at grand prairie

Tickets available at all Ticketmaster outlets, online at aeglive.com,
at ticketmaster.com or call 214-373-8000.

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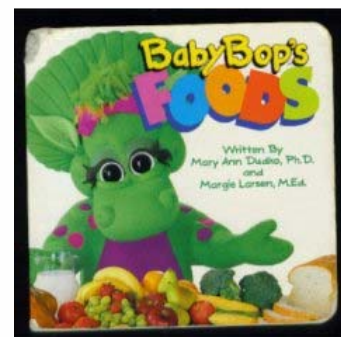
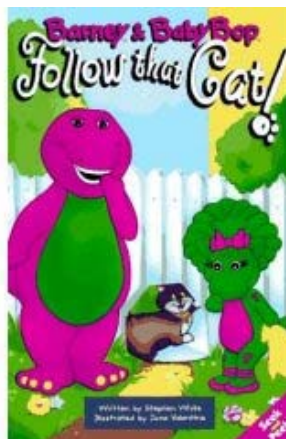
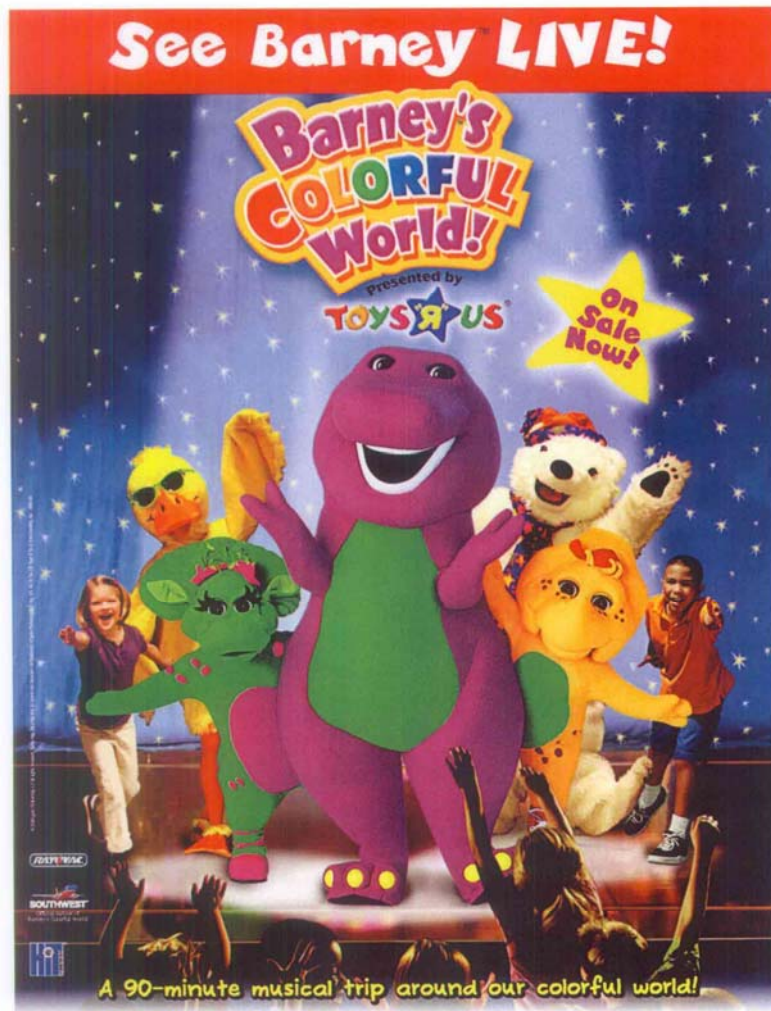


EXHIBIT 2

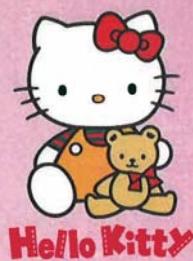


EXHIBIT 3



EXHIBIT 4

HELLO KITTY DESIGN COLLECTIONS



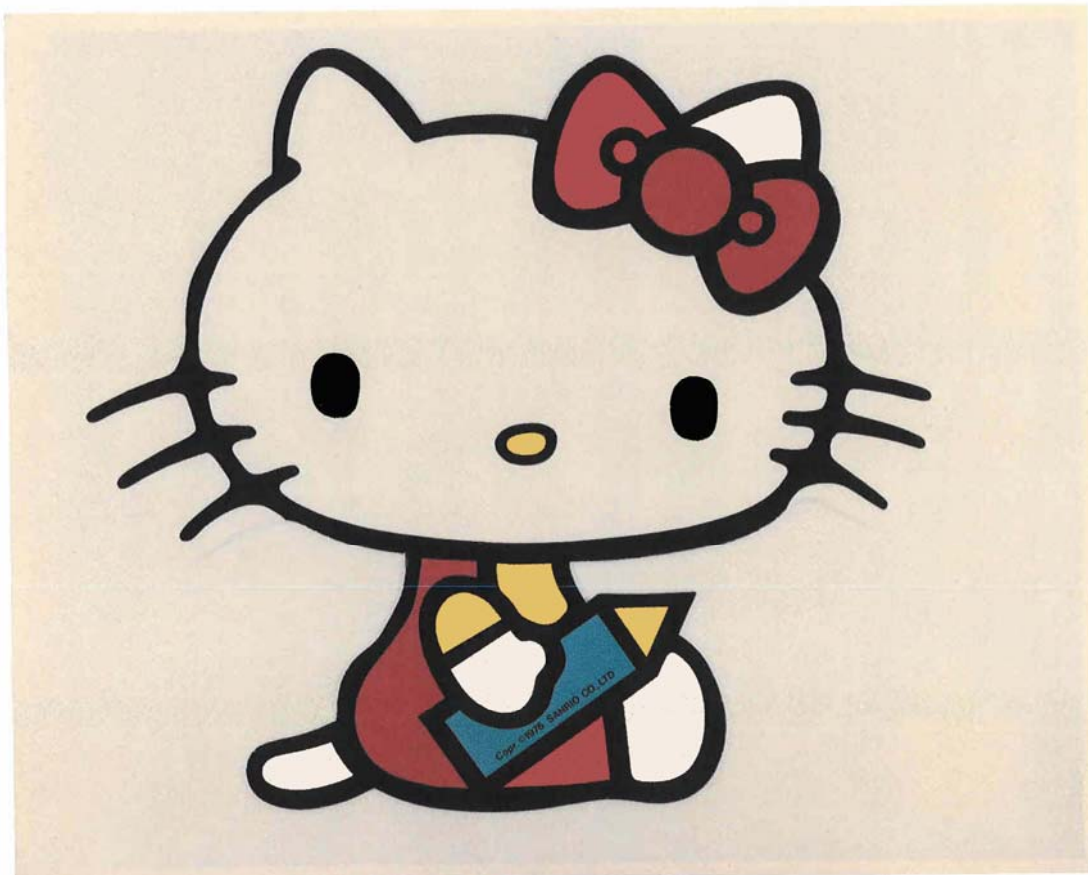


EXHIBIT 5

Lyons Partnership, L.P. – Selected Copyright Registrations

<u>Title</u>	<u>Registration Number</u>	<u>Effective Date</u>
BABY BOP stuffed toy	VA0000550466	January 28, 1993
BARNEY stuffed toy	VA0000550465	January 28, 1993
Barney in Concert	PA0000594375	December 23, 1992
The Backyard Show	PA0000496592	November 21, 1990
Barney's favorites : vol. 1	SR0000189594	February 14, 1994
BJ stuffed toy	VA0000651768	July 22, 1994
A Day at the beach	PA0000496600	November 21, 1990
Barney goes to school	PA0000495604	
Barney--Let's play school!	PA0000951808	July 30, 1999
Baby Bop--What can we do today? : a first coloring book	VA0000630690	February 7, 1994
Baby Bop's ABC book	TX0003663899	October 22, 1993
Barney & Baby Bop	VA0000573406	June 1, 1993
Barney's birthday surprise : a first coloring book	VA0000630689	February 7, 1994
Be safe with Barney & Baby Bop	VA0000621498	January 25, 1994
Rock with Barney	PA0000594379	December 23, 1992
Barney & Baby Bop color with me	TX0003547984	April 30, 1993
Barney & friends : no. 101, Imagination--the queen of make believe.	PA0000594859	December 23, 1992
Barney & friends : no. 102, Family : my family's just right for me	PA0000594860	December 23, 1992
Barney & friends : no. 103, Safety : playing it safe.	PA0000594861	December 23, 1992
Barney & friends : no. 104, Exercise--hop to it!	PA0000594862	December 23, 1992
Barney & friends : no. 105, Nutrition--eat, drink & be healthy.	PA0000594863	December 23, 1992
Barney & friends : no. 106, Seasons & weather : four seasons day.	PA0000594864	December 23, 1992
Barney & friends : no. 107, Colors/shapes : treasure of rainbow beard	PA0000594865	December 23, 1992

EXHIBIT 6

Gullane (Thomas) Limited – Selected Copyright Registrations

<u>Title</u>	<u>Registration Number</u>	<u>Effective Date</u>
Thomas and the magic railroad / Destination Films and Gullane Pictures, Barry London/Brent Baum present a Britt Allcroft film presented in association with Isle of Man Film Commission ; written and directed by Britt Allcroft.	PA0001002182	July 31, 2000
Trouble on the tracks	TX0005470314	November 29, 2001
Really useful engines	TX0004703067	July 24, 1998
Thomas the tank engine and friends : episode no. 1-26	PA0000250745	April 10, 1985
James and the diesel engines	TX0004703069	July 24, 1998
Great little engines	TX0004703068	July 24, 1998
Thomas the Tank Engine & friends : no. 27-52	PA0000306446	October 24, 1986
More about Thomas the tank engine	TX0004703066	July 24, 1998
Thomas gets bumped and other stories	PA0000881914	June 18, 1999
Trust Thomas and other stories.	PA0000881913	June 18, 1999
Thomas, Percy & the Dragon and other stories.	PA0000881926	June 18, 1999
Thomas the Tank Engine & Friends, Thomas and Percy at the fishing village : 100 piece puzzl	VA0000624279	February 2, 1994
James goes buzz buzz and other Thomas stories.	PA0000881917	June 18, 1999
Percy's ghostly trick and other stories.	PA0000881921	June 18, 1999
Thomas' Christmas party and other favorite stories.	PA0000938853	June 18, 1999
The gallant old engine and other stories.	PA0000938852	June 18, 1999
Rusty to the rescue and other stories.	PA0000881920	June 18, 1999
Thomas & his friends help	PA0000938851	June 18, 1999

EXHIBIT 7

HIT Entertainment Limited – Selected Copyright Registrations

<u>Title</u>	<u>Registration Number</u>	<u>Effective Date</u>
Bob / Animated series character	VA0001030913	March 6, 2000
Bob the Builder: Traffic Trouble	TX0006022807	August 9, 2004
Bob The Builder: US Episode No. 1	PA0001214433	March 1, 2004
Bob the builder : no. 1-13.	PA0000957661	August 23, 1999
Bob, the builder : ser. 2, no. 1-13.	PA0001056902	September 25, 2000
Bob, the builder : ser. 3, no. 1-13.	PA0001056901	September 25, 2000
A day at the barn.	TX0005385423	November 16, 2001
Dizzy's bird watch	TX0005465394	December 10, 2001
Draw the team	TX0005457377	October 31, 2001
Bob the Builder : Muck gets stuck : puzzle book	TX0005464925	October 31, 2001
On the job with Bob	TX0005459414	October 31, 2001
Bob the Builder : ages 2 & up / Plush Toy	VA0001205539	October 16, 2002
Bob the Builder : no. 11, 28, 29 and 45, Bob the Builder Can we fix it?	PA0001119862	October 16, 2002
Bob the Builder : no. 17, 63 & 65, Bob's white Christmas.	PA0001119342	October 16, 2002
Bob the Builder to the rescue.	PA0001113088	October 15, 2002
Can we fix it?	PA0001072888	May 3, 2002
Bob's mixed-up messages : a ABC book with 26 rebus flaps!	TX0005872900	December 23, 2002
Bob's snowy day : a lift-the-flap story	TX0005753817	June 16, 2003
A surprise for Wendy	TX0005643459	December 12, 2002
Bob the Builder, Bob saves the day!	PA0001216784	February 17, 2004
Bob the Builder : no. 1, 26, 31 and 47, Pets in a pickle.	PA0001119854	October 16, 2002
The knights of fix-a-lot.	PA0001216782	February 17, 2004
Bob the Builder, Teamwork!	PA0001216781	February 17, 2004

EXHIBIT 8

Sanrio Co. Ltd. – Selected Copyright Registrations

<u>Title</u>	<u>Registration Number</u>	<u>Effective Date</u>
Hello!Kitty	VA0001191219	2003
Hello kitty, a seated kitten with bow on her right ear	VA0000130420	1981
Character merchandising	VA0001303874	1998
Sanrio 2005 character guide	VAu000684322	2005
Sanrio 2002 Hello Kitty style guide	VA0001342775	2002

EXHIBIT 9

Lyons Partnership L.P. – Trademark Registrations

<u>Mark</u>	<u>Registration Number</u>	<u>Classes</u>	<u>Registration Date</u>
BARNEY	1697415	9, 28	June 30, 1992
BARNEY & FRIENDS and Design	1754307	41	February 23, 1993
Barney and Children design	1761784	41	March 30, 1993
Barney configuration	1807708	28	November 30, 1993
BARNEY	1815882	16	January 11, 1994
BARNEY and Design	1860039	41	October 25, 1994
BJ	1864334	28	November 22, 1994
Baby Bop configuration	1918112	28	September 12, 1995
BJ configuration	1920294	41	September 19, 1995
Barney configuration	1922539	41	September 26, 1995
Barney & Star design	1921594	9, 18, 25, 26, 28	September 26, 1995
Baby Bop design	1936475	41	November 21, 1995
BJ configuration	1937783	28	November 28, 1995
Overlapping spots design	2347428	3, 8, 9, 14, 16, 18, 20, 21, 24, 25, 28, 41	May 2, 2000
BARNEY	2440380	9	April 3, 2001
BARNEY	2455086	3, 8, 10, 14, 16, 18, 20, 21, 24, 27, 28, 41	May 29, 2001
BABY BOP	2557739	9, 16, 18, 21, 25, 28, 41.	April 9, 2002
BARNEY	2576908	25	June 11, 2002

EXHIBIT 10

Gullane (Thomas) Limited – Trademark Registrations

<u>Mark</u>	<u>Registration Number</u>	<u>Classes</u>	<u>Registration Date</u>
DAY OUT WITH THOMAS	2345259	41	April 25, 2000
THOMAS & FRIENDS and Design	3085762	9, 16, 25, 28, 41	April 25, 2006
TRACKMASTER	3376595	28	January 29, 2008

EXHIBIT 11

Hit Entertainment Limited – Trademark Registrations

<u>Mark</u>	<u>Registration Number</u>	<u>Classes</u>	<u>Registration Date</u>
BOB THE BUILDER	2713778	9, 16, 21, 25, 28, 41	May 6, 2003
CAN WE FIX IT? YES WE CAN!	2732889	9, 16, 21, 25, 28, 41	July 1, 2003
BOB THE BUILDER and Design	2759172	9, 16, 21, 25, 28, 41	September 2, 2003
Bob Design	2831305	9, 16, 25, 28, 41	April 13, 2004
CAN WE FIX IT?	2869982	9, 16, 25, 28, 41	August 3, 2004

EXHIBIT 12

Sanrio – Trademark Registrations




<u>Mark</u>	<u>Registration Number</u>	<u>Classes</u>	<u>Registration Date</u>
HELLO KITTY	3, 5, 8, 9, 14, 15, 16, 18, 21, 21, 24, 25, 26, 28, 30	1,279,486	May 29, 1984
HELLO KITTY	16, 20	1,391,550	April 29, 1986
	3, 8, 14, 16, 18, 21, 24, 25, 26, 28	1,200,083	July 6, 1982
	3, 5, 9, 14, 15, 16, 18, 20, 21, 24, 25, 26, 28, 30	1,277,721	May 15, 1984
	16, 20	1,370,105	November 12, 1985

EXHIBIT 13

Baby & Purple Dinosaurs



These Characters light up the room and the children's faces. Invite them both to make your party extra special. These dinosaurs work great as a team! Nothing is better to say "I love you".

Appeals to ages: Infant to 3

Theme Party Match: Dinosaurs

Other Ideas: Great for Day Care Center and school visits.

Party Ideas: Have a sing a long party. Have the children sing along to their favorite tunes. When they are singing you can make a video to play later.

Costumes Characters, Moonwalks & Inflatables, Fun Food, Carnival Games, Balloons, Singing Telegrams, Lots of Fun Stuff, Coupons

TO CONTACT US: 630-922-6100

Party Saver Rentals -
Phone: 630.922.6100

Party
Supplies

Party
Balloons

Party
Packages

Moon
Walks

Party
Tips

[Back One](#)

[Forward One](#)



**Request a
Party Date--
Click Invite**

Kitty

Party
Supplies

Party
Balloons

Party
Packages

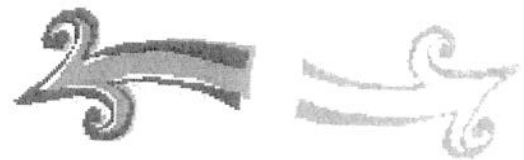
Moon
Walks

Party
Tips

Appeals to ages:

Theme Party

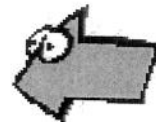
Other Ideas:



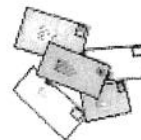
Back One

Forward One

**Return to Birthday
Party Main Menu**



[Costumes Characters](#), [Moonwalks & Inflatables](#), [Fun Food](#), [Carnival Games](#), [Balloons](#), [Singing Telegrams](#), [Lots of Fun Stuff](#), [Coupons](#)



**Request a
Party Date--
Click Invite**

TO CONTACT US:

Builder Man



Appeals to ages:

Theme Party

Other Ideas:

Costume has overalls not pictured here

Party
Supplies

Party
Balloons

Party
Packages

Moon
Walks

Party
Tips

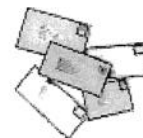
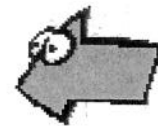


Back One



Forward One

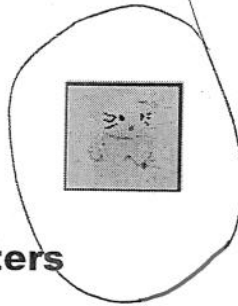
**Return to Birthday
Party Main Menu**



**Request a
Party Date--
Click Invite**

[Costumes Characters](#), [Moonwalks & Inflatables](#), [Fun Food](#), [Carnival Games](#), [Balloons](#), [Singing Telegrams](#), [Lots of Fun Stuff](#), [Coupons](#)

TO CONTACT US:



Costumed Characters



Mascot & Cartoon style



Holiday Characters



Party Descriptions



Party Tips



Party Entertainment



Variety Entertainers



Telegrams & Roasts



Musical Entertainment



Magicians & Clowns



Party Helpers



Party Help--Kidtainment



Bartenders & Wait staff



Theme Parties

[Home](#), [Costumes Characters](#), [Moonwalks & Inflatables](#), [Fun Foods](#), [Tents Tables & Chairs](#), [Movie Nights](#), [Carnival Games](#), [Balloons](#),
[Singing Telegrams](#), [Lots of Fun Stuff](#), [Coupons](#), [Request Info](#), [Quick Reference List](#), [FAQ](#), [Reservations](#)

TO CONTACT US:

Party Saver Rentals -
Phone: 630.922.6100

EXHIBIT 14

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<center>Big picture productions&nbsp; D/B/A Party Saver Rentals&nbsp;
<center>25503 West Schultz, Plainfield, IL&nbsp; &nbsp; 60585
<center>Please Mail to:P.O. Box 6654, Aurora, IL&nbsp; &nbsp; 60598
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Indoor inflatable party room, indoor party room for children, indoor
party room for inflatable play, inflatable play land, Addison,
Arlington Heights, Aurora, Barrington, Bartlett, Batavia, Bensenville,
Bloomington, Bolingbrook, Carol Stream, Chicago, Clarendon Hills,
Darien, Des Plaines, Downers Grove, Elgin, Elk Grove Village, Elmhurst,
Franklin Park, Geneva, Glen Ellyn, Glencoe, Glendale Heights, Glenview,
Hanover Park, Hillside, Hinsdale, Hoffman Estates, Inverness, Itasca,
Lemont, Lisle, Lombard, Maywood, Medinah, Melrose Park, Mount Prospect,
Naperville, Northbrook, Oak Brook, Oak Brook Terrace, Oak Park,
Palatine, Park Ridge, Rolling Meadows, River Forest, Romeoville,
Roselle, Schaumburg, Skokie, South Barrington, Villa Park, Warrenville,
Westchester, Western Springs, Westmont, Wheaton, Willowbrook, Wilmette,
Winnetka, Winfield, Wood Dale, Woodridge, Illinois&nbsp; Chicago
Illinois Inflatable, Chicago Illinois Moon Walk, Illinois Moonwalk
Rentals, Illinois Moon Walk Rentals, Illinois Moonwalks, Illinois Giant
Inflatable, Illinois Party Rental, Chicago Illinois Birthday Party
Rental, Chicago Illinois Kid Party, Illinois Child Party, Illinois Kid
Birthday Party, Illinois Child Birthday Party, Chicago Illinois
Inflatable, Illinois Bounce, Illinois Bouncer, Illinois Rentals,
Illinois Inflatable Games, Illinois Jumper, Illinois Jumpers, Illinois
Jumping Balloons bounce , jumper , moonwalk , bounce house , jumping
castle , party inflatable , inflatable slide , inflatable obstacle
course&nbsp; Waterslides , moon bounce , ball pits , carnival games ,
concession machines like pop-corn , cotton candy , sno-kones , snocones
, sno-cones , nacho&#39;s , hot dog grillsSpacewalks, Moonwalks, Bounce
Houses, Moon bounces, Bouncers, Inflatables, Party Supplies, Games,
Interactive Games, Slides, Water Slides, Dry Slides, Obstacle Courses,
Popcorn Machine, Cotton Candy Machines, Margarita Machines, Tents,
Tables & Chairs,bulk nacho chips , www.partysaver.com,&nbsp; bounce
and slide,&nbsp; hello kitty inflatable,&nbsp; inflatables in
Chicago,&nbsp; inflatables,&nbsp; Chicago,&nbsp; Chicago
inflatables,&nbsp; super bounce,&nbsp; pipe cleaner art,&nbsp; Chicago
parties , Chicago party rental ,&nbsp; moonwalks ,&nbsp; birthday
characters,&nbsp; naper days,&nbsp; party saver , partysaver.com
,&nbsp; hello kitty moonwalks, kids parties, birthday party Chicago,
moonjump rentals Illinois, party rentals Chicago , Chicago party
rentals inflatables in Illinois, obstacle course, f , party rentals in
Naperville , waterslides, party rentals Illinois ,&nbsp; strawberry
shortcake bounce house, strawberry girl bouncer, buzz lightyear fun
jump, bouncer rentals Chicago party rentals, party on rentals, pink
panther balloons, concession stand rentals, inflatable jumper rental
Chicago tinkerbelle jumpers , party rental Illinois, Illinois
inflatables, magicians in Illinois, Chicago party supply, moon walk
rentals in il , party rental il , dinojump ,&nbsp; carnival games,
power ranger moonwalk, moon jumps Naperville, strawberry shortcake
moonwalk ,&nbsp; clowns , party rentals Chicago Santa Claus visits,
moonwalk Chicago, birthday parties il, Halloween moonwalks , party

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saver rentals , party rental Chicago , , hot dog stand rental, winni pooh, magicians Illinois , sesame street balloons , dinojumps , party supplies Illinois, jumper rental, tinkerbelle bouncers, waterslide bounce , moonwalk rental Chicago , moonwalk rentals Illinois , princess balloons, indoor moonwalk, party rentals in il, sponge bob moonwalk , finding nemo dori , birthday , party bouncers, moon walk rentals Illinois, kid party rentals, party bouncer rentals , carnival hot dog hot dog cart , party rentals in Illinois , moon jump, backyard birthdays, party slide rentals, bounce rentals in Chicago , moonwalks in il , dino jump , party rentals Illinois, power ranger Mylar balloons, bouncer rental Illinois, bounce house rentals in Illinois , Scooby impersonator , other , Disney princess Mylar balloons, party inflatables il, parties , kids parties and entertainer , sandy candy, inflatable rentals in Chicago, cash cube rentals, Santa Claus character , pretzel machine , bounce slide , Chicago party rental, birthday games, justice league Mylar balloons, moonwalks for rent in il , party on rentals , moonwalks Illinois , Disney princess bounce house, Hawaiian themes, moonwalk toy, jumpers for rent in Illinois party jumper rentals , <http://www.partysaver.com> , Chicago party supplies, moon jump il, party saver Naperville, waterslide bounce house costumes to rent in aurora il , moonwalk rentals in Illinois , [hello kitty bounce house](#), modular bounce house, party rental supplies in Illinois, inflatable Chicago moon jumps il , moonwalk rentals in Chicago , ball pit rentals, bounce house rentals, party rentals aurora, toy story Mylar balloons fun food machine , Illinois party rentals , backyard waterslides, party rental Chicago, party rental Chicago il, toy story birthday lilo stich luau , party rentals , Santa, party saver rentals Naperville_ il, dora as Santa, party rental aurora Illinois, indoor inflatable Illinois , inflatables Chicago , dora the explorer moonwalk, inflatable obstacle course Illinois, waterslide rentals in Illinois, party saver Plainfield il cowgirl costumes , moonwalk , strawberry shortcake, carnival games Chicago, bratz Mylar balloons, waterslide rental Illinois Midwest magicians , partysaver , moon walk rentals in Illinois, moon walk rentals in Chicago, Chicago jumps, magician Chicago party supply rentals in Chicago , party jumper rentals , winni the pooh, carnival games Illinois, party jumps in Illinois, inflatables for rent in Illinois large party space in Chicago , moonwalk rental Chicago , winnie the pooh balloons, Disney princess moonwalk, sno cone machine rentals, party rentals in Plainfield Illinois, party rentals il , water slide rentals, aurora party supplies, party savers Naperville, moonwalk rental palatine Illinois sesame street inflatables , party jumpers rentals , [Thomas the train bounce house](#), indoor Easter egg hunt ideas, moon bounces machine dog art , birthday parties , Chicago party rentals, inflatables Illinois, power ranger moonwalks, Patrick sponge inflatables in Illinois , moonwalk rentals il , Chicago birthday parties, tinkerbelle party jumpers, winni de pooh, moonwalks rentals Illinois party rental in Illinois , Christmas characters , moonwalks il, double shot basketball, jumps, bounce house Illinois dragon castle combo bounce house , moonwalk rentals Chicago , spacewalk rentals, [hello kitty bouncer](#), party rental and Chicago party jumpers rentals , Disney balloons, Chicago party rooms, toddler moonwalk, Spiderman bounce house party rentals costumes , moonwalks in Illinois , snoopy balloons, water slide bounce, dora the explorer screen saver, inflatable rentals in Illinois party

supply rentals Illinois , inflatable jumpers for rent , Illinois moonwalk rentals, Spiderman inflatables, Bolingbrook rentals, moon jump rentals Illinois Chicago party rentals , inflatables Illinois , party rental in Chicago, moon bounce, moonwalks Chicago, moonwalk rentals in Chicago , moonwalk Illinois , party rentals Chicago Illinois, cotton candy machine rental Illinois, dunk tank rentals Chicago, bouncers for rent in Chicago popcorn machine rental , inflatable waterslides , Barbie impersonator, moonwalker, spaghetti eating contest, bounce houses Illinois teletubbies costumes rentals , Illinois party rental , adrenaline rush obstacle course, moonwalk bounce, bounce water slide, Hawaiian parties jumpers Chicago il , inflatables , Chicago popcorn, Hawaiian costumes, bouncer rentals, Chicago birthday party rentals outdoor party equipment in Illinois , clowns , rental jumpers, teal and peach bouquets, elmo party jumpers, buzz light year moonwalk for rent in aurora Illinois , moonwalk rental in Illinois , hair wrapping, huge slide, concession rentals Chicago, barney birthday party www.partysaver.com , nacho machine , party rental supplies Illinois, moonwalks Illinois, moonwalk rentals Illinois, Chicago moon jump dora moonbounce Illinois , birthday party rentals , moonwalks for rent in Chicago, party rental in il, popcorn machine rentals Chicago, Disney princess western inflatable slide , party rentals in Chicago , strawberry shortcake bouncer, karaoke rentals Illinois, blues clues Mylar balloons, superman bounce house hot dog rental , party saver rentals , party supply rental Chicago, hello kitty moonwalk, party bouncers Naperville, Illinois moonwalks Chicago party rental , Disney funhouse , Chicago moonwalk, party inflatables Illinois, big party rentals, moonwalks for rent in aurora Thomas the train bouncer rental , sesame street balloons , jumpers, visit Santa Claus, carnival games Illinois, party jumpers birthday party rentals , moonwalk rental Illinois , Santa Claus rentals, moonwalk rentals Illinois, moon walks il, birthday parties Chicago moonwalks Chicago , moonwalks Chicago , lion king balloons, popcorn machine rental Illinois, party rentals Plainfield il, Illinois jumpers power rangers moonwalk , party rental il , party saver rental, kids birthdays, dori from finding nemo, Chicago bouncer rentals moon walk Chicago , moonwalks in Chicago , party rentals Chicago il, waffle dogs, rental party Chicago, Spiderman balloons bounce party place , bounce house fun park , bratz jumpers, buzz lightyear bounce house, party rental Illinois, kids party ideas moonwalk for rent aurora il , party rentals Naperville , lilo and stich costumes, birthday parties, sesame street costume rentals, big screen rentals party rentals Naperville il , Spiderman moonwalk , moon jump Naperville, slide and bounce, balloon dart game, princess moonwalk party characters in Westchester , aurora party rentals , kids party, party rentals in Naperville il, Naperville birthday party, carnival games in Chicago inflatable party rentals Westchester , moon jump Illinois , moonwalk rental il, party rentals in Plainfield il, moon jumpers, moonwalks rentals in Chicago Spiderman character for children's party in Chicago , moon jumps , party drawing, moonjump, dora the explorer bouncer, moon jumps il , moon jump rentals , Spiderman bounce house, party rental Illinois, party rentals-Chicago, inflatable slide rental Illinois backyard waterslides , jumper rentals , party rental Chicagoland, Illinois moonwalk, clowns Chicago, Naperville birthday parties party rentals and naperville_il , popcorn machine rental Chicago , moon walk Chicago, backyard slide, b, fun jump rental Illinois magician dupage , jumpers for rent

, inflatable rentals Chicago, high striker, dunk tank rentals Illinois, finding nemo dori party rental specials , party rental , inflatable slides Illinois, inflatable slide rentals in Illinois, rent inflatables Illinois, party rental Chicago Illinois kids party places , clown , bouncer, bounce house, blues clues jumper rental, blues clues jumpers rent bouncers and moonwalks in schauburg , dora the explorer impersonator , pucker powder, jumper rentals Illinois , bounce house rental Illinois moon jumps Chicago suburbs , Naperville party rentals , candy tubes, jumpers Illinois, bouncey boxing, moonwalk rentals in il pony rental for parties in Illinois , dora impersonator , Chicago party rental supplies, party equipment rental Chicago, inflatable character balloons, party planning Naperville party rentals , moon jumps Illinois , party saver , hello kitty balloons, dora the explorer bounce house, Santa characters moonwalks in aurora il , moonwalk rental in Chicago , Disney princess castle, party rental Illinois, moonjump in Illinois, Santa Claus visit moonwalk ride , moonjump rentals , birthday party themes, big jumpers, moon walk rental Chicago, moonjump rentals hi-stryker , Chicago moonwalk rental , oversized boxing gloves, inflatables and Illinois, character rentals, adrenaline rush obstacle tent party rental in Romeoville , moon jumps in Addison Illinois , Wheaton party rentals, Barbie balloons, dinojump bouncers, bouncer for rent in Chicago il children party jumpers , kids party games , Cinderella impersonator, party tents for rent in Illinois, winnie the pooh Mylar balloons, Chicago moonwalks birthday parties rentals , party rental in Illinois, Illinois moon jumps, waterslide jumpers, inflatable bouncers dora the explorer bouncer inflatable , bounce n slide, moon bounce rentals in Chicago, party rental Naperville il, moon jump rentals Naperville il Lombard party rentals , moonwalk rentals , pooh balloons, batman inflatables, moonwalk in Illinois, party rentals Chicago moonwalk rentals in Illinois , moon jumps , cash saver rentals, jumper rentals in Illinois, inflatables rentals, moon walks Illinois indoor moonwalks il , face painting , my little pony balloons, teletubbie balloons, Spiderman bouncer, power rangers moonwalk inflatable slides rent il , moonwalk Chicago , jumper rentals in Chicago, hello kitty Mylar balloons, rent moonwalk Illinois, moonwalk with slide pirates inflatable bounce waterslide , party rental Naperville , bouncers, moonwalk rental palatine, outdoor movie screen rentals, jumper rental Chicago moon bounce rentals in Chicago , inflatable rentals in Illinois , moon walks Chicago, moonwalk Plainfield Illinois, winnie the pooh moonwalk, party supply Chicago Wheaton Illinois moonwalk , party supplies Chicago , moonwalk in Chicago, tinkerbelle bouncer ,air brush t shirts pirate ship moonwalk , kids birthday , party rentals-Illinois, pirate moonwalk, margarita machine rentals in Illinois, bounce houses Chicago oversized boxing gloves , Chicago moonwalk rentals , inflatable jumpers Illinois, inflatables il, bounce slide combo Arlington party rental in Illinois , Naperville party rental , Cinderella, birthday rentals, lilo and stich, dora the explorer jumpers inflatables in Chicago , tinkerbelle jumpers , picture of cotton candy, sesame street Mylar balloons, moonwalk rentals in Romeoville Illinois, inflatable games Illinois space walk rentals , Thomas the train moonwalk, power ranger impersonator, pirate ship bounce house, moon jump rentals in Chicago inflatable ride rentals in Chicago , pirate bounce house , sesame street party jumpers, moonwalk rental Naperville, moon jump rental Geneva Illinois, Illinois moonwalk rental balloons art bouquets ,

inflatable rentals Illinois , birthday party Illinois, birthday party rentals Illinois, party rentals Chicago, moonwalk il aurora party rentals , party rental equipment Illinois , Chicago slide, partysaver_aol.com, carnival rentals, fun fairs tent rental Chicago , moonwalks for rent in Illinois, kids birthday parties, inflatable jumpers in Illinois, moon jump rental, cotton candy machine rental Chicago popcorn machine hire in Naperville , elmo impersonator , funny clowns, toy story balloons, bubble blowing contest, party rentals in Chicago strawberry shortcake party jumpers , Disney princess balloons , batman bounce house, barney Mylar balloons, making pom pom animals, moon walk moon jumpers il , party saver.com , hair wraps, birthday party il, popcorn machine Chicago, pirate ship moonwalk jumper rentals in Chicago , party savers , moon jumps in Illinois, party inflatables Chicago, hot dog containers, removable hair wraps Disney princess castle party, water slide rentals Illinois, moonwalk rental, animated Christmas characters, child party rentals

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EXHIBIT 15



Character Parties

Please click below on the Character List and Link Button for links to more pictures and a list of some of those not pictured. Click on the Party Descriptions button to see what we offer for your party and to request a reservation. Feel free to call and inquire as to whether we have a character to match your theme. We have many brand new costumes you can choose from that are not even pictured or listed yet. Thanks for browsing!

Character List & Links

A list of our characters and links to their pictures

Party Descriptions

Pricing and what we can do at your event

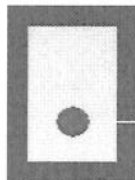
Theme Parties

Pick a theme and follow the links for all your needs

Party Tips & Tricks—

Helpful hints to make your party planning easier

Our Characters may look like many of your children's popular friends. Please note that with a few exceptions we do not have licensed characters. Our costumes are not intended in anyway to actualize any character other than what they are called.



**Birthday party Packages that include
Rentals & Entertainment**
[Click Here](#)

Costumes Characters, Moonwalks & Inflatables, Fun Food, Carnival Games, Balloons, Singing Telegrams, Lots of Fun Stuff, Coupons

TO CONTACT US: 630-922-6100

Party Saver Rentals -
Phone: 630.922.6100



Fun!
Fun!
Fun!

Birthday Party Character Packages



**2008
New Packages--
call for details!**

In 2008 we have changed our party packages to be more flexible for your birthday and celebration needs. We have started with two base choices--meet & greet or a show package--and from there you can add on whatever activities you would like to have at your event. Please see the below chart for activities, number of children and packages. If the acrobat file does not appear on your screen we can e mail or go over the pricing with you by phone.

Character Party Pricing Addendum-

On the party you have scheduled your confirmation price will reflect the cost of what you estimated your needs to be. Below are the additional fees if you go over the estimated number of attendees.

____ Please initial that you understand your changes will be billed accordingly

Add on Items:

For your event: we will bring nametags on sheets and at the end we count how many were used. Children with name tags will get to participate. Children without will have to get a name tag or wait until we are finished*. We ask that the parent fill out the nametags while the show or meet and greet portion of is going on. Once finished with main activity all kids will get their nametag and we will start other activities. Character will leave party after show or telegram is complete. We will need to change in a private room where kids can not see us. They will then return as a person to assist with activities scheduled UNLESS extra character time is ordered. We can do character at end of party, but they must supply names in advance of invitees.

# of Kids	8- 10 kids	11 - 20	21 - 30	31 - 40
Adds on about	15 or so minutes	20 - 30 minutes	30 - 40 minutes	40- 50 minutes
Face painting	\$15.00	\$30.00	\$45.00	\$60.00
Animal Balloons	\$15.00	\$30.00	\$45.00	\$60.00
Adds on about	10 minutes or so	15 - 20	20 - 25	25 - 30
Tattoos	\$10.00	\$17.50	\$25.00	\$35.00
Designer Tattoos	\$15.00	\$22.50	\$30.00	\$40.00
Game time (30 mins)	\$40.00	w/out character		
Polaroid Photos	\$3.00 per photo	w/ holder \$3.25		
Balloon Bouquet	\$6.45	3 latex & 1 Mylar		
Goodie Bags	\$3.50 6 prizes	\$4.50 10 prizes	Themes - \$5.50	2 theme items a bag
Dress up trunk Princess & Glam	\$75.00 per trunk	Adds 15 minutes prior & after for dressing & changing or they can bring back.		

Character Meet & Greet/ Telegram:

Host and character arrive with Balloon bouquet and stay for pictures and to interact with kids (can do client provided games like a piñata or dance if client has music) **WE do not provide music on this service!**

Character Show:

Host and character arrive with music and activities for up to ½ hours worth of interactive time. Any extra time ordered is for pictures and other activities the family may have planned. They should budget accordingly for it. They will do songs, game like activities, and audience participation within the pre-recorded music/show time.

We will need an area indoors when over 75 degrees outside. If it is an outdoor party and we are unable to perform indoors in air conditioning there is a \$25.00 fee for ice packs and **we can not** do longer than ½ hour/ 45 minutes as the character outside over 75°.



Birthday Party Packages

Below are some "Packages" that we find suit a variety of our clients needs. Each year we try to make sure we can bring our clients the most fun for their money. Packaging our most popular items at a discount is just one way that we strive to make that process easier. Any of these packages can be modified or feel free to pick from our variety of options and we will be happy to create a custom package for you.

**** Package Pricing is for local delivery area--other areas will have delivery charges****
Character visit based on 30 min meet & greet and FP/AB for up to 10 children

Birthday Package A - Bounce with Face Painting and Balloons -- \$295.00

15 x 15 Bounce.....4 Hours

(you can add extra Bounce time! \$50.00 for 4 extra hours)

Face Painter/Balloonist "Party Host".....1 Hour

**This package works great for backyard birthdays or even small neighborhood parties. On neighborhood parties we recommend adding up to 8 hours with the bounce. To complete activities of face painting & balloons we recommend approximately 12- 20 participants.

Birthday Package B - Character & Bounce-- \$355.00

15 x 15 Bounce.....4 Hours

(you can add extra Bounce time! \$50.00 for 4 extra hours)

Party Character & Party Host.....1 Hour

(Games, Face Painting or Tattoos, Animal Balloons & Photo w/ Birthday Child)

This is one of our most popular summertime party package. To complete activities of face painting & balloons we recommend approximately 10--12 children. If you have more you can extend your time with the character as needed. To upgrade the bounce it is an extra \$50.00

Birthday Package C--Slide -n- Bounce -- \$450.00

15 X 15 Bounce & Separate 12' Backyard Slide.....4 Hours

(you can add extra Bounce & Slide time! An attendant to watch children is optional/additional)

This package works great for slightly larger parties. We recommend up to 35 participants extra 4 hours add \$100.00

Birthday Package D-- WATER Slide -n- Bounce -- \$495.00 (w/20' waterslide \$375.00)

15 X 15 Bounce & Separate 30' Dual Lane Waterslide.....4 Hours

(you can add extra Bounce & Slide time! An attendant to watch children is optional/additional)

This package works great for slightly larger parties. We recommend up to 35 participants extra 4 hours add \$150.00

Birthday Package E--Character, Bounce, Games & Concession-- \$500.00

15 x 15 Bounce.....4 Hours

(you can add extra Bounce time! \$50.00 for 4 extra hours)

Strolling Character (1 hr.) of choice or Face Painter/Balloonist (1.5 hr).....1 Hour

Rental of 1 Concession (supplies extra) Cotton Candy, Popcorn or Sno Cone

Rental of 2 Carnival Style Games

This package works great for backyard birthdays we recommend approximately 12 attendees with a character and up to 20 with a face painter/balloonist. To upgrade the bounce it is an extra \$50.00. Concession supplies run on average an extra \$12--20.00 for 30--50 servings

Birthday Package F-- Bigger Character, Bounce, Concessions & Games-- \$640.00

15 x 15 Bounce.....4 Hours

(you can add extra Bounce time! \$50.00 for 4 extra hours)

Strolling Character (1 hr.) or choice of Face Painter/Balloonist.....1.5 Hour

Rental of 2 Concessions (supplies extra) Cotton Candy, Popcorn or Sno Cone

Rental of 4 Carnival Style Games

This package works great for slightly larger birthdays. We recommend 25--30 participants. To upgrade the bounce it is an extra \$50.00

Birthday Package G - Character, Bounce & Concession-- \$400.00

15 x 15 Bounce.....4 Hours

(you can add extra Bounce time! \$50.00 for 4 extra hours)

Party Character with Party Host.....1 Hour

(Games, Face Painting or Tattoos, Animal Balloons & Photo w/ Birthday Child)

Rental of 1 Concession (supplies extra) Cotton Candy, Popcorn or Sno Cone

****This is our most popular summertime party package. To complete the party Character's activities of face painting & balloons we recommend approximately 10--12 children. If you have more you can extend your time with the character as needed. To upgrade the bounce it is an extra \$50.00****

More Party Packages

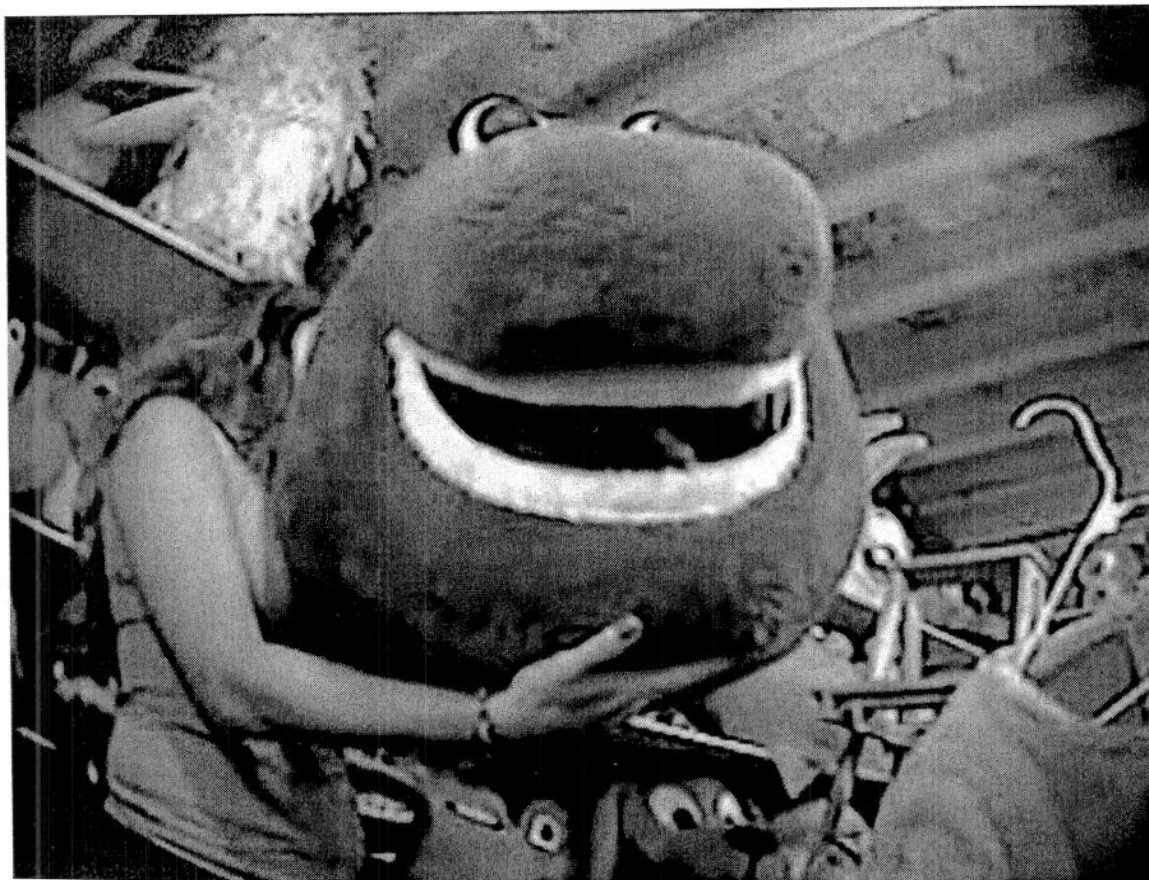


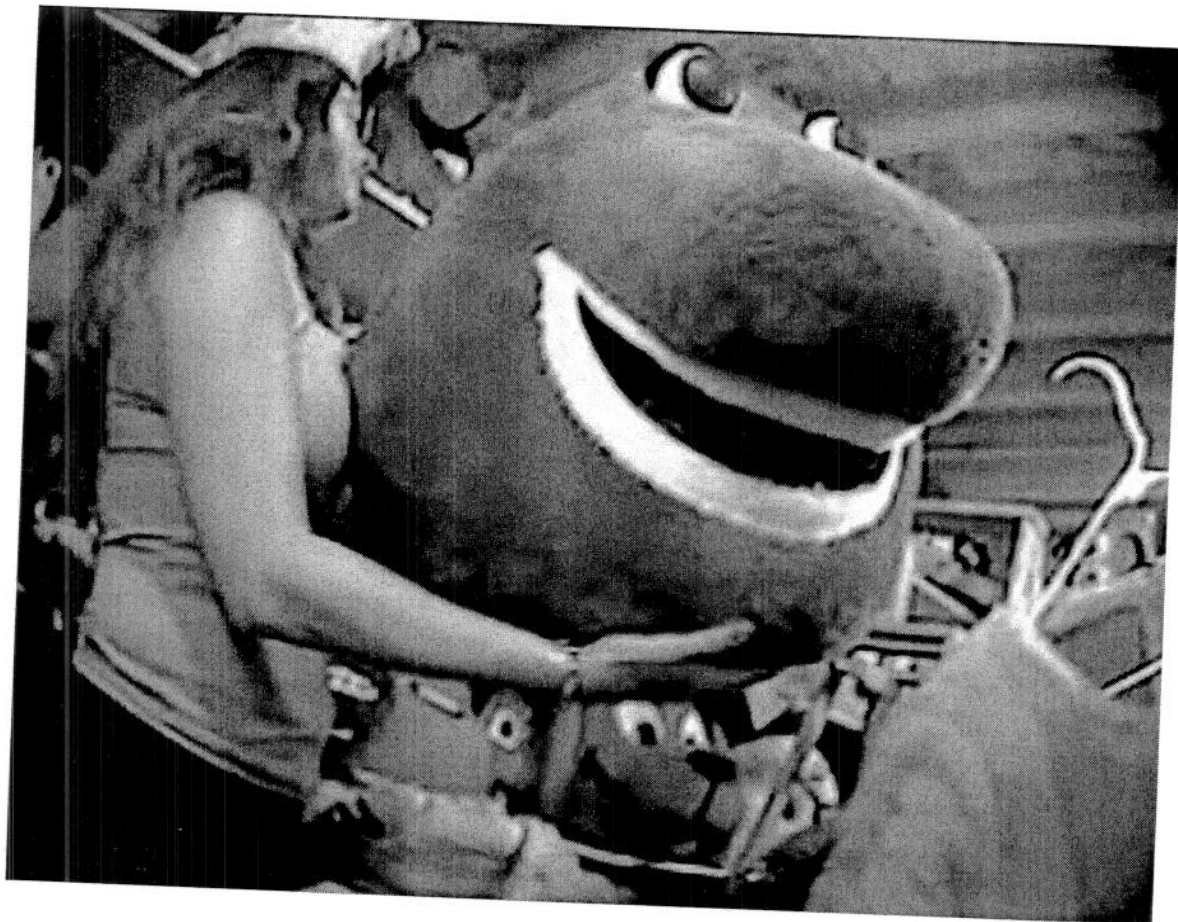
Not valid with any other specials or discounts. Travel and delivery may apply. Packages are not valid for parties reserved on Barter or Trade exchanges.

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TO CONTACT US: 630-922-6100

EXHIBIT 16





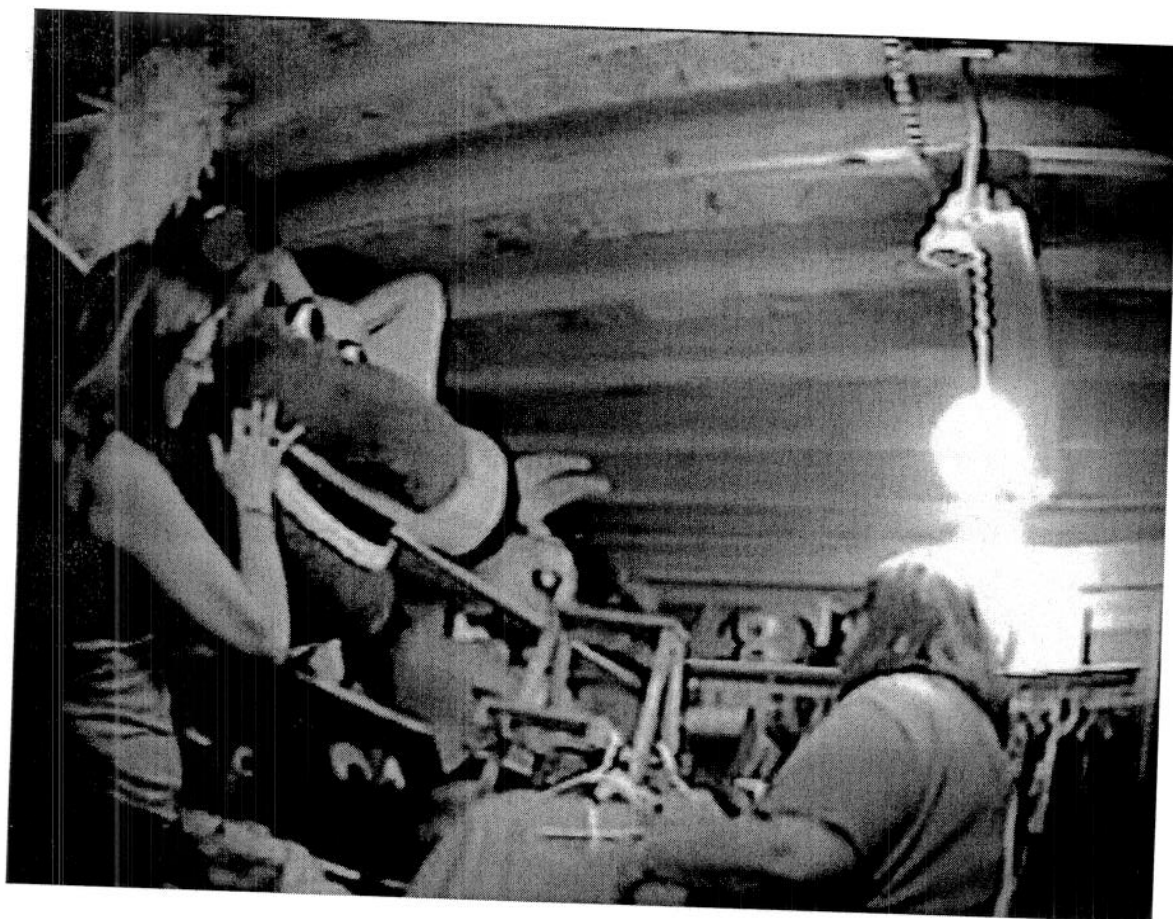


EXHIBIT 17

